

LAW OFFICES OF
J. DAVID HOLDER
A PROFESSIONAL ASSOCIATION

ADMINISTRATIVE & GOVERNMENTAL LAW
TRIAL PRACTICE-PERSONAL INJURY
& WRONGFUL DEATH
GENERAL PRACTICE

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(850) 892-3992

October 4, 2000

P00000094406

Florida Secretary of State
Corporations Division
P. O. Box 6327
Tallahassee, Florida 32314

Attention: New Filings

Re: Article of Incorporation of Mermaids Seafood, Inc.

Dear Ladies or Gentlemen:

Enclosed please find the original Articles of Incorporation for Mermaids Seafood, Inc. for filing in your office.

I am enclosing my check no. 6884 in the amount of \$78.75 for your corporate filing fee and one certified copy of the filed articles. Please return the certificate and the certified copies to me at the DeFuniak Springs address shown above.

Thank you for your attention to this request.

Yours very truly,

J. David Holder
J. David Holder

JDH/dh
enclosures

REPLY TO:
DeFuniak Springs

FILE
OCT -5 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

400003415254-2
-10/05/00-01086-015
*****78.75 *****78.75

FILED
00 OCT -5 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MERMAIDS SEAFOOD, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person who is competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

**ARTICLE I
NAME AND PRINCIPAL OFFICE**

The name of this corporation is MERMAIDS SEAFOOD, INC., and its principal office address is 16157 U. S. Highway 331 South, Unit B, Freeport, Florida 32439.

**ARTICLE II
DURATION**

This corporation shall exist perpetually.

**ARTICLE III
BUSINESS PURPOSE**

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States of America and the State of Florida, including but not limited to the retail sale of seafood and related goods and services.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of capital stock, all of which shares shall be common shares of the par value of one dollar (\$1.00) per share and each of which shall have the same rights and privileges.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1184B Circle Drive, DeFuniak Springs, Florida 32433, and the initial registered agent is J. David Holder.

The designation as registered agent is hereby accepted by J. David Holder.


J. DAVID HOLDER

ARTICLE VI

INCORPORATORS

The name and address of the person signing these Articles is:

Martha H. Schipper
1717 LaGrange Road
Freeport, Florida 32439

ARTICLE VII

INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have two directors and two officers initially. The number of officers and directors may be increased by the By-laws. The name and address of the

initial directors are Martha H. Schipper, 1717 LaGrange Road, Freeport, Florida 32439 and Jan M. Oswell, 97 Ramsey Branch Road, Freeport, Florida 32439.


The names and addresses of the initial officers are:

Martha H. Schipper
1717 LaGrange Road
Freeport, Florida 32439
PRESIDENT

Jan M. Oswell
97 Ramsey Branch Road
Freeport, Florida 32439
VICE-PRESIDENT

FILED
OCT-5 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


IN WITNESS WHEREOF, the undersigned subscriber and incorporator has executed these Articles of Incorporation on this 2 day of October, 2000.

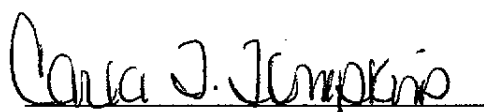

Martha H. Schipper
1717 LaGrange Road
Freeport, Florida 32439

STATE OF FLORIDA

COUNTY OF WALTON

The foregoing instrument was acknowledged before me, the undersigned authority, by Martha H. Schipper, who is personally known to me to be the person described herein, or who produced _____ as identification, on this 2ND day of October, 2000.

 Carla T Tompkins
My Commission CC907743
Expires February 06, 2004


NOTARY PUBLIC
My commission expires: